

KAYE SCHOLER LLP
425 Park Avenue
New York, NY 10022
Telephone: (212) 836-8000
Facsimile: (212) 836-8689
Michael B. Solow
Seth J. Kleinman

-and-

70 West Madison Street, Suite 4100
Chicago, IL 60602
Telephone: (312) 583-2300
Facsimile: (312) 583-2360
D. Tyler Nurnberg
Matthew J. Micheli

Proposed Attorneys for Debtors
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
GSC GROUP, INC., <u>et al.</u> , ¹)	Case No. 10-14653 (AJG)
)	
Debtors.)	(Jointly Administered)
)	

**AMENDED AGENDA OF MATTERS SCHEDULED
FOR HEARING ON SEPTEMBER 22, 2010 AT 11:30 A.M.**²

Location of Hearing: United States Bankruptcy Court for the Southern District of New York,
Alexander Hamilton U.S. Custom House, Courtroom 523, One Bowling
Green, New York, NY 10004-1408

¹ The Debtors along with the last four digits of each Debtor's federal tax identification number are GSC Group, Inc. (6382), GSCP, LLP (6520), GSC Active Partners, Inc. (4896), GSCP (NJ), Inc. (3944), GSCP (NJ) Holdings, L.P. (0940), GSCP (NJ), L.P. (0785), and GSC Secondary Interest Fund, LLP (6477).

² Amended items are notated in **bold** herein. **Note that the hearing time has been changed from 11:00 a.m. (prevailing Eastern Time) to 11:30 a.m. (prevailing Eastern Time).**

I. UNCONTESTED MATTERS

A. Interim Compensation: Motion of Debtors for an Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals [Doc. No. 18, Filed on September 1, 2010]

- i. Responsible Counsel: Kaye Scholer LLP
- ii. Estimated Amount of Time: Approximately 5 minutes
- iii. Status: The Interim Compensation Motion will go forward at the hearing.

B. Ordinary Course Professionals: Motion of Debtors for an Order Authorizing the Debtors to Employ and Compensate Certain Professionals in the Ordinary Course of Business [Doc No. 19, Filed on September 1, 2010]

- i. Responsible Counsel: Kaye Scholer LLP
- ii. Estimated Amount of Time: Approximately 5 minutes
- iii. Status: The Ordinary Course Professionals Motion will go forward at the hearing.

C. Utilities: Motion of the Debtors for an Order (I) Determining that Utility Companies Have Been Provided with Adequate Assurance of Payment, (II) Prohibits Utility Companies from Altering, Refusing or Discontinuing Service on Account of Prepetition Invoices, (III) Approving Deposit as Adequate Assurance of Payment, and (IV) Establishing Procedures for Resolving Requests by Utility Companies for Additional Adequate Assurance of Payment [Doc. No. 17, Filed on September 1, 2010]

- i. Responsible Counsel: Kaye Scholer LLP
- ii. Estimated Amount of Time: Approximately 5 minutes
- iii. Status: The Utilities Motion will go forward at the hearing.

D. Kaye Scholer Retention: Application Requesting Entry of Order Authorizing Employment and Retention of Kaye Scholer LLP as Counsel for Debtors [Doc. No. 20, Filed on September 1, 2010]

i. **Additional Document**

- 1. **Notice of Supplemental Verified Statement of Michael B. Solow in Support of Application Requesting Entry of Order Authorizing Employment and Retention of Kaye Scholer LLP as Counsel for Debtors [Doc. No. 115, Filed on September 21, 2010]**

- ii. Responsible Counsel: Kaye Scholer LLP
- iii. Estimated Amount of Time: Approximately 5 minutes
- iv. Status: The Kaye Scholer Retention Motion will go forward at the hearing.

II. CONTESTED MATTER

- A. Final Cash Collateral: Motion of Debtors for Interim and Final Orders (I) Authorizing the Debtors to Use Cash Collateral Pursuant to 11 U.S.C. § 363; (II) Granting Adequate Protection to the Prepetition Secured Lenders Pursuant to 11 U.S.C. §§ 361 and 363; (III) Scheduling Final Hearing Pursuant to Bankruptcy Rule 4001(b); and (IV) Granting Related Relief [Doc. No. 8, Filed on August 31, 2010]

- i. Related Document

- 1. Interim Order (I) Authorizing the Debtors to Use Cash Collateral Pursuant to 11 U.S.C. § 363; (II) Granting Adequate Protection to the Prepetition Secured Lenders Pursuant to 11 U.S.C. §§ 361 and 363; (III) Scheduling Final Hearing Pursuant to Bankruptcy Rule 4001(b); and (IV) Granting Related Relief [Doc. No. 33, Entered on September 3, 2010]

- ii. Response:

- 1. Limited Objection of Non-Controlling Lender Group to Proposed Final Order (I) Authorizing the Debtors to Use Cash Collateral Pursuant to 11 U.S.C. § 363; (II) Granting Adequate Protection to the Prepetition Secured Lenders Pursuant to 11 U.S.C. §§ 361 and 363; (III) Scheduling Final Hearing Pursuant to Bankruptcy Rule 4001(b); and (IV) Granting Related Relief [Doc. No. 105, Filed on September 17, 2010]

- iii. Responsible Counsel: Kaye Scholer LLP
- iv. Estimated Amount of Time: Approximately 10 minutes
- v. Status: The Debtors intend to provide the Court a status update regarding the Cash Collateral Order and any open or contested issues. The final resolution of those open or contested issues are related to resolution of the bid procedures. Accordingly, the Debtors intend to request that this matter be continued to the bid procedures hearing on September 23, 2010 at 10:00 a.m. (prevailing Eastern time).

III. ADJOURNED MATTERS

- A. Wages: Motion of Debtors for Interim and Final Orders (I) Authorizing the Payment of Prepetition Wages and Salaries and the Payment and Honoring of Prepetition Employee Policies and Benefits, and (II) Continuing Employee Wages and Benefits during the Chapter 11 Cases [Doc. No. 6, Filed on August 31, 2010]
 - i. Status: The Wages Motion is adjourned to a date to be determined at the hearing.
- B. Capstone Retention: Application of the Debtors for Order Authorizing the Retention and Employment of Capstone Advisory Group, LLC as Financial Advisor to the Debtors *Nunc Pro Tunc* to the Petition Date [Doc. No. 22, Filed on September 22, 2010]
 - i. Status: The Capstone Retention Motion is adjourned to a date to be determined at the hearing.
- C. Final Cash Management: Motion of Debtors for Interim and Final Orders Approving (I) the Debtors' Continued Use of Their Cash Management System, (II) the Continuation of the Intercompany Transactions, (III) the Debtors' Continued Use of Existing Bank Accounts, Checks, and Business Forms, and (IV) a Waiver of the Bond Requirement Contained in Bankruptcy Code Section 345(b) [Doc. No. 7, Filed on August 31, 2010]
 - i. Status: The Final Cash Management Motion is adjourned to a date to be determined at the hearing.
- D. Key Employee Incentive Plan: Motion of Debtors for Order Authorizing the Implementation and Continuation of the Employee Incentive Compensation Plan [Doc. No. 21, Filed on September 1, 2010]
 - i. Status: The Key Employee Incentive Plan Motion is adjourned to a date to be determined at the hearing.

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Dated: September 21, 2010
New York, New York

Respectfully submitted,
GSC GROUP, INC., ET AL.,

KAYE SCHOLER LLP

By: /s/ Michael B. Solow
Michael B. Solow
Seth J. Kleinman
425 Park Avenue
New York, NY 10022
Telephone: (212) 836-8000
Facsimile: (212) 836-8689

-and-

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